STATE OF NORTH DAKOTA

SECURITIES DEPARTMENT

In the Matter of Philip Moshier;)	CONSENT AGREEMENT	AGREEMENT
Respondent.)		

The North Dakota Securities Commissioner (hereafter "the Commissioner") has advised the Respondent, Philip Moshier (hereafter "Respondent"), that the Commissioner is prepared to commence formal action pursuant to North Dakota Century Code Chapter 10-04 and has determined as follows:

- 1. Lincoln Financial Advisors is a broker-dealer headquartered in Ft. Wayne, Indiana. Lincoln is, and for all times relevant to this matter, has been registered as a broker-dealer with the Securities Department.
- 2. Respondent became registered as a securities agent in North Dakota on May 21, 2001. Respondent had not previously been registered as an agent in North Dakota. Respondent is currently registered as a securities agent with the Securities Department.
- 3. In March of 2001, Respondent conducted four securities transactions in North Dakota.
- 4. From December of 2003 through January of 2004, Respondent solicited the sale of a variable annuity contract in North Dakota. It is the Commissioner's position that Respondent made misrepresentations about the terms of the variable annuity contract and the guarantees available to the North Dakota investor.
- 5. Pursuant to Section 10-04-10(2), N.D.C.C., no agent may offer for sale or sell any securities within or from this state, unless registered as an agent in North Dakota or the securities are sold through exempt transactions under Section 10-04-06, N.D.C.C. It is the Commissioner's position that the facts described above demonstrate that the Respondent engaged in 4 violations of Section 10-04-10(2), N.D.C.C.
- 6. Pursuant to Section 10-04-15, N.D.C.C., no person may, in connection with the offer, sale or purchase of any security, make an untrue statement of material

fact or a material omission of fact, or engage in a scheme or artifice to defraud investors. It is the Commissioner's position that the facts described above demonstrate that Respondent engaged in 1 violation of Section 10-04-15, N.D.C.C.

- 7. Pursuant to Section 10–04-16(1), when it shall appear to the Commissioner that any person has engaged in, or is engaging in, or is about to engage in any act or practice which is declared illegal in this chapter, the Commissioner may issue any order and collect civil penalties against any person found in an administrative action to have violated any provision of the chapter in an amount not to exceed \$10,000 for each violation. It is the Commissioner's position that the acts described above are sufficient grounds for the Commissioner to assess civil penalties against the Respondent pursuant to Section 10-04-16(1), N.D.C.C.
- 8. Respondent acknowledges the right to a hearing on this matter and waives this right to a hearing and to present arguments to the Commissioner.
- 9. Respondent agrees to resolve this matter with the Commissioner by this Consent Agreement.
- 10. Respondent and Lincoln Financial Advisors have compensated the North Dakota resident complainant to the complainant's satisfaction.
- 11. The following Agreement is necessary and appropriate in the public interest and for the protection of investors.

NOW, THEREFORE, IT IS AGREED THAT:

- 1. Respondent shall not offer for sale and/or sell any security in North Dakota unless that security is registered or exempt from registration under Chapter 10-04, N.D.C.C.
- 2. Respondent shall not transact any securities business with any person in North Dakota unless that security is registered or exempt from registration under Chapter 10-04, N.D.C.C.
- 3. Respondent shall not engage in any fraudulent conduct in North Dakota in violation of Section 10-04-15, N.D.C.C.
- 4. Respondent shall pay a civil penalty of \$6,000, made payable to the North Dakota Securities Department, pursuant to Section 10-04-16(1), N.D.C.C.

This Agreement shall be effective upon signature of the Commissioner. Signed and sealed this _______ day of November, 2006. 5. Karen J. Tyler, Securities Commissioner North Dakota Securities Department State Capitol - Fifth Floor 600 East Boulevard Avenue Bismarck, ND 58505-0510 (701) 328-2910 November, 2006. Agreed to and signed this Philip Moshier Lincoln Financial Group 31500 Brainbridge Road Solon, OH 44139-2237 Dovember Subscribed and Sworn before me this ____/ day of Geteber, 2006 Notary Public (Notary Seal) State of OH County of Sumo My Commission Expires: NOTARY PUBLIC STATE OF OHIO